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EXHIBIT B

Proposed Order

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Attorneys for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☒ Affects Pacific Gas and Electric Company
☐ Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**[PROPOSED] ORDER APPROVING
STIPULATION BETWEEN PACIFIC GAS
AND ELECTRIC COMPANY AND
RICHARD TROCHE, ROBERT RIGLEY,
STEVE FREDIANI, AND MICHAEL
DION FOR LIMITED RELIEF FROM
THE AUTOMATIC STAY**

Upon Debtors' Motion Pursuant to Fed. R. Bankr. P. 4001(d) to Approve Stipulation between Pacific Gas and Electric Company and Richard Troche, Robert Rigley, Steve Frediani, and Michael Dion for Limited Relief from the Automatic Stay, dated April 9, 2020 (the "**Motion**"),¹ filed by PG&E Corporation ("**PG&E Corp.**") and Pacific Gas and Electric Company (the "**Utility**", and together with PG&E Corp., the "**Debtors**"), as debtors and debtors in possession in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"), pursuant to sections 362 of title 11 of the United States Code (the "**Bankruptcy Code**"), all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the "**Bankruptcy Local Rules**"); and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Motion as provided to the parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no other or further notice need be provided; and this Court having determined that the legal and factual bases set forth in the Motion and the Declaration of Theodore E. Tsekerides establish just cause for the relief sought; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Stipulation is approved.
2. The Stipulation, as well as the limited relief from the automatic stay provided therein, shall become effective upon entry of this Order, notwithstanding any contrary effect of Federal Rule of Bankruptcy Procedure 4001(a)(3).

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

1 3. The Court shall retain jurisdiction to resolve any disputes or controversies arising
2 from this Order or the Stipulation.

3 APPROVED AS TO FORM AND CONTENT:

4
5 Dated: April 9, 2020

6 COREY, LUZAICH, DE GHETALDI & RIDDLE LLP

7
8 /s/ Steven M. Berki

9 Steven M. Berki

10 *Attorneys for Richard Troche, Robert Rigley,*
11 *Steve Frediani and Michael Dion*

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13 ** END OF ORDER **
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